

**EXHIBIT 2.23(e)**  
**Companies With Outside Owners**  
**Time Warner Cable**

## **COMPANIES WITH OUTSIDE OWNERS**

### **CABLE**

KBL Cablesystems of Minneapolis Limited Partnership

Time Warner Entertainment Company, L.P. ("TWE")

CAT Partnership

Century Venture Corporation

Erie Telecommunications, Inc.

Kansas City Cable Partners

Queens Inner Unity Cable System (TWE company)

Time Warner Cable of Avalon, L.P. (TWE company)

Time Warner Cable of Southeastern Wisconsin, L.P. (TWE company)

TWC Cable Partners

Cox Communications Gulf Coast, LLC

Staten Island Cable, LLC

TWFanch-one Co. (TWE company)

TWFanch-two Co. (TWE company)

Time Warner Entertainment-Advance/Newhouse Partnership ("TWEAN")

CV of Viera

Texas Cable Partners, L.P. ("TXCP")

Urban Cable Works of Philadelphia, L.P.

### **INTERNET**

Cable HoldCo LLC

ServiceCo LLC

### **NEWS CHANNELS**

Central Florida News Ventures (TWEAN company)

TCP News Channel of Houston, L.P. (TXCP company)

TWEAN News Channel of Austin, L.P. (TWEAN company)

### **TELEPHONE**

Time Warner ResCom of New York LLC (residential) (TWE/TWEAN company)

Time Warner ResCom of Texas, L.P. (residential) (TWEAN/TXCP company)

### **OTHER**

TCP Security Company LLC (TXCP company)

TWC Athena Investment Holdings LLC (TW/TWE/TWEAN company)

Viewer's Choice L.L.C.

## **KBL Cablesystems of Minneapolis Limited Partnership**

**Entity Type:** Limited Partnership

**State and Date of Formation:** Minnesota July 11, 1983

**Ownership:**

<b>General Partner:</b>	KBL Cablesystems of Minneapolis, Inc.	96.12%
<b>Limited Partners:</b>	KBL Cable TV, Inc.	1.25%
	Gerry J. Blacker Family Trust	0.25%
	Lawrence D. and Diane D. Blackman	0.25%
	Harold M. Danzig	0.25%
	Peter M. George	0.25%
	Halligan Family Trust	0.25%
	Carl L. Highgenboten	0.25%
	Shelton G. Hopkins	0.25%
	Joe H. and Joan Robuck	0.25%
	Bob F. Spence	0.13%
	Raymond E. and Laura Spurr	0.25%
	Dr. Robert D. Williams	0.25%

**Purpose/Business Description:** Owns cable system in Minneapolis, MN.

**Employer ID Number:** 41-1454302

**Address:**

**Non Time Warner Owners:**

Gerry J. Blacker, Trustee  
Gerry J. Blacker Family Trust  
3418 Loma Vista, Suite B  
Ventura, CA 93003

Lawrence D. and Diane D. Blackman  
2200 Dahlia  
Denver, CO 80207

Harold M. Danzig  
10 Congressional Court  
Las Vegas, NV 89113

Peter M. George  
4471 L. Honoapiilani #419  
Lahaina, HI 96761

Halligan Family Trust  
12327 Farr Ranch Road  
Saratoga, CA 95070

Carl L. Highgenboten  
7777 Forest Lane, #323  
Building C, Suite 106  
Dallas, TX 75230

Shelton G. Hopkins  
7777 Forest Lane #323  
Dallas, TX 75230

Joe H. and Joan Robuck  
3388 Woodland Drive  
Mariposa, CA 95338-9721

Bob F. Spence  
Spence Enterprises  
1165 Investment Boulevard  
El Dorado Hills, CA 95762

Raymond E. and Laura Spurr  
5803 West Del Lago Circle  
Glendale, AZ 85308

Dr. Robert D. Williams  
4441 NW Claymont Woods Drive  
Kansas City, MO 64116

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**TIME WARNER ENTERTAINMENT COMPANY, L.P.**

**Delaware limited partnership formed 2/28/92**

**BUSINESS DESCRIPTION:**

Cable television, programming (includes HBO), filmed entertainment (includes Warner Bros.)

**FEDERAL ID NUMBER:** 13-3666692

**PARTNERS/OWNERSHIP:**

**Time Warner Owners:**

American Television and Communications Corporation 25.77% GP  
Delaware corporation  
290 Harbor Drive  
Stamford, CT 06902

Owned 100% indirectly by Time Warner Inc.

Warner Communications Inc. 37.50% GP  
Delaware corporation  
75 Rockefeller Plaza  
New York, NY 10019

Owned 100% indirectly by Time Warner Inc.

Time Warner Companies, Inc. 5.61% LP  
Delaware corporation  
75 Rockefeller Plaza  
New York, NY 10019

Owned 100% directly by Time Warner Inc.

TW/TAE, Inc. 5.61% LP  
Delaware corporation  
75 Rockefeller Plaza  
New York, NY 10019

Owned 100% indirectly by Time Warner Inc.

**Non Time Warner Owner:**

MediaOne TWE Holdings, Inc. 25.51% LP  
Delaware corporation  
188 Inverness Drive West  
Englewood, CO 80112

## CAT PARTNERSHIP

**Entity Type:** General Partnership

**State and Date of Formation:** Delaware June 18, 1987

**Ownership/General Partners:**

Time Warner Entertainment Company, L.P.	16.66667%
KBL Communications, Inc.	16.66667%
TCI Holdings II, Inc.	33.33333%
Comcast Corporation	32.99999%
Comcast Hattiesburg Holding Company, Inc.	.33334%

**Purpose/Business Description:**

Owens cable systems in Watertown, NY (managed by Time Warner) and Hattiesburg, MS (managed by Comcast).

**Employer ID Number:** 13-3411114

**Address:**

**Partial Time Warner Owner:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)

**Non Time Warner Owners:**

TCI Holdings II, Inc. (Colorado corporation)  
5619 DTC Parkway  
Englewood, CO 80111

Comcast Corporation (Pennsylvania corporation)  
Comcast Hattiesburg Holding Company, Inc. (Delaware corporation)  
1500 Market St.  
Philadelphia, PA 19102-2148

## CENTURY VENTURE CORPORATION

**Entity Type:** Corporation

**State and Date of Incorporation:** Delaware - 9/19/94

**Capitalization**

**Type of Shares and Par Value:** Authorized - 1000 Common; Par Value - \$.01

**Number of Shares Issued and to Whom Issued:**

Time Warner Entertainment Company, L.P.	50 (50%)
Century Communications Corporation	50 (50%)

**Business Description:** Owns and operates cable systems. TWE manages WI; Century manages GA & KY.

**Employer ID Number:** 06-1410067

**Address:** c/o Time Warner Cable  
290 Harbor Drive  
Stamford, CT 06902

**Partial Time Warner Owner:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)

**Non Time Warner Owner:**

Century Communications Corporation  
c/o Adelphia Communications Corp.  
1 North Main Street  
Coudersport, PA 16915  
Attn: Colin Higgin, Esq.  
(814) 274-6446

## ERIE TELECOMMUNICATIONS, INC.

**State and Date of Incorporation:** Pennsylvania - 1/22/80

**Number and Type of Authorized Shares:** Class A Common - 10,000 Par Value: \$1.00  
Class B Preferred - 10,000 Par Value: \$1.00

**Number of Shares Class A Issued and to Whom Issued:**

Time Warner Entertainment Company, L.P.	1,123.36690	shares (54.19%)
Greater Erie Economic Development Corporation	207.30353	shares (10.00%)
Times Publishing Co.	604.88996	shares (29.18%)
Gregory Baldwin (for Baldwin Minors)	96.23250	shares ( 4.641%)
Bruce W. Baldwin (for Baldwin Minors)	27.49500	shares ( 1.326%)
<u>Ann Elizabeth Baldwin (for Baldwin Minor)</u>	<u>13.74750</u>	<u>shares ( .663%)</u>

Total Number of Shares Issued & Outstanding 2,073.03539

**Business Description:** Owns cable system in Erie, PA.

**Employer ID Number:** 84-0830262

**Address:** Erie Cablevision Inc.  
3627 Zimmerman Road  
Erie, PA 16501

**Partial Time Warner Owner:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)

**Non Time Warner Owners:**

Ann Elizabeth Baldwin (holds in trust for Baldwin Minor)  
Attorney-At-Law/Real Estate Broker  
3535 State Street  
Erie, PA 16508  
(814) 454-8958

Dr. Bruce W. Baldwin, M.D. (Holds in trust for Baldwin Minors)  
4671 Harborview Drive  
Erie, PA 16508

Gregory Baldwin (holds in trust for Baldwin Minors)  
5 West 10th Street  
Erie, PA 16501



Greater Erie Economic Development Corporation  
c/o Greater Erie Community Action Committee  
18 West 9th Street  
Erie, PA 16501  
Attn: Benjamin Wiley

Times Publishing Co.  
205 West 12th Street  
Erie, PA 16534  
Attn: Edward Mead  
Michael Mead

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## KANSAS CITY CABLE PARTNERS

**ENTITY TYPE:** General Partnership

**STATE & DATE OF FORMATION:** Colorado 9/17/85

**PARTNERS/OWNERSHIP:**

Time Warner Entertainment Company, L.P.	50.000% GP
Liberty Cable of Missouri, Inc.	46.211% GP
TCI of Overland Park, Inc.	3.789% GP

**BUSINESS DESCRIPTION:** Owns and operates cable systems in Missouri and Kansas.

**EMPLOYER ID:** 84-0998060

**ADDRESS:** Kansas City Cable Partners  
c/o Time Warner Cable  
6550 Winchester Avenue  
Kansas City, MO 64133-4671

**Partial Time Warner Owner:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)

**Non Time Warner Owners:**

Liberty Cable of Missouri, Inc. (Missouri corp.)  
TCI of Overland Park, Inc. (Kansas corp.)  
c/o AT& T BIS  
5619 DTC Parkway  
Englewood, CO 80111

## **Queens Inner Unity Cable System**

**ENTITY TYPE:** Joint Venture Partnership

**STATE AND DATE OF FORMATION:** New York 12/11/87

**OWNERSHIP/GENERAL PARTNERS:**

Time Warner Entertainment Company, L.P.	72.19%
TW QUICS Holding LLC	27.18%

**PURPOSE/BUSINESS DESCRIPTION:** Owns cable system in New York.

**EMPLOYER ID NUMBER:** 13-3452712

**ADDRESS:**

**PARTIAL TIME WARNER OWNERS:**

Time Warner Entertainment Company, L.P. ("TWE") (see its "data" sheet).

TW QUICS Holding LLC, Delaware limited liability company, owned 100% by TWE.

## **TIME WARNER CABLE OF AVALON, L.P.**

**Entity Type:** Limited Partnership

**State and Date of Formation:** Delaware - June 6, 1996

**Ownership:** Time Warner Cable Holdings Inc. 1% GP  
Time Warner Entertainment Company, L.P. 99% LP

**Purpose/Business Description:** Owns cable television system in ME.

**Employer ID Number:** 06-1457290

**Address:**

**Partial Time Warner Owners:**

Time Warner Entertainment Company, L.P. ("TWE") (see its "data" sheet).

Time Warner Cable Holdings Inc., Delaware corporation, owned 100% by TWE.

**TIME WARNER CABLE OF SOUTHEASTERN WISCONSIN, L.P.**

**Entity Type:** Limited Partnership

**State and Date of Formation:** Delaware - June 28, 1996

**Ownership:** Warner Cable Communications of Wisconsin Inc. 1% GP  
Time Warner Entertainment Company, L.P. 99% LP

**Purpose/Business Description:** Owns cable television systems in WI.

**Employer ID Number:** 06-1459302

**Address:** 1610 North Second Street  
Milwaukee, WI 53212

**Partial Time Warner Owners:**

Time Warner Entertainment Company, L.P. ("TWE") (see its "data" sheet).

Warner Cable Communications of Wisconsin Inc., Wisconsin corporation, owned 100% by TWE.

**TWC CABLE PARTNERS**

**Entity Type:** General Partnership

**STATE & DATE OF FORMATION:** New York 11/21/83

**OWNERSHIP:** Time Warner Entertainment Company, L.P. 50%  
Cox Communications Florida, f/k/a Cox Cable New York 50%

**Purpose/BUSINESS DESCRIPTION:** Holds interests in Staten Island Cable, LLC and Cox Communications Gulf Coast, LLC.

**EMPLOYER ID NUMBER:** 13-3213770

**ADDRESS:**

**Principal Office:** Fort Walton Beach, FL

**Additional Office:** c/o Staten Island Cable  
100 Cable Way  
Staten Island, NY 10303  
(718) 447-7000

**Partial Time Warner Owner:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)

**Non Time Warner Owner:**

Cox Communications Florida  
c/o Cox Communications, Inc.  
1400 Lake Hearn Drive  
Atlanta, GA 30319  
Attn: David J. Head  
(404) 843-5023 (P)  
(404) 847-6336 (F)

New York general partnership

General Partner of Cox Communications Florida: Cox Cable New York City, Inc.

## COX COMMUNICATIONS GULF COAST, LLC

**Entity Type:** Limited Liability Company

**State and Date of Formation:** Delaware 7/2/99

**Ownership:**

TWC Cable Partners	4.14%
Cox Communications Florida (f/k/a Cox Cable New York)	44.04%
Cox Communications Pensacola, L.L.C.	51.82%

**Purpose/Business Description:** owns and operates cable system in Fort Walton Beach, FL.

**Employer ID Number:**

**Address:** Principal: Fort Walton Beach, FL

For Notices: c/o Cox Communications, Inc.  
1400 Lake Hearn Drive, N.E.  
Atlanta GA 30319  
Attn: David J. Head  
(404) 843-5023 (T)  
(404) 847-6336 (F)

**Partial Time Warner Owner:**

TWC Cable Partners (see its "data" sheet)

**Non Time Warner Owners:**

Cox Communications Florida (New York general partnership)  
Cox Communications Pensacola, L.L.C. (Delaware limited liability company)  
c/o Cox Communications, Inc.  
1400 Lake Hearn Drive, N.E.  
Atlanta GA 30319  
Attn: David J. Head  
(404) 843-5023 (T)  
(404) 847-6336 (F)

## STATEN ISLAND CABLE, LLC

**Entity Type:** Limited Liability Company

**State and Date of Formation:** Delaware 9/7/99

<b>Ownership:</b>	Time Warner Entertainment Company, L.P.	59.20%
	TWC Cable Partners	40.80%

**Purpose/Business Description:** owns and operates cable system in Staten Island, NY.

**Employer ID Number:** 06-1558531

**Address:**

Principal: 100 Cable Way  
Staten Island, NY 10303  
(718) 447-7000

For Notices: c/o Time Warner Cable  
290 Harbor Drive  
Stamford, CT 06902

**Partial Time Warner Owners:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)

TWC Cable Partners (see its "data" sheet)



**TWFANCH-ONE CO.**

**ENTITY TYPE:** General Partnership

**STATE & DATE OF FORMATION:** Delaware 2/29/96

<b>OWNERSHIP:</b> Time Warner Entertainment Company, L.P.	98.9899% GP
Time Warner Cable Holdings Inc.	1.0101% GP

**BUSINESS DESCRIPTION:** Owns cable systems in FL, IN, NY, NC, OH, TX.

**EMPLOYER ID NUMBER:** 84-1339533

**ADDRESS:** TWFanch-one Co.  
c/o Time Warner Cable  
290 Harbor Drive  
Stamford, CT 06902

**PARTIAL TIME WARNER OWNERS:**

Time Warner Entertainment Company, L.P. ("TWE") (see its "data" sheet).

Time Warner Cable Holdings Inc., Delaware corporation, owned 100% by TWE.

**TWFANCH-TWO CO.**

**ENTITY TYPE:** General Partnership

**STATE & DATE OF FORMATION:** Delaware 5/20/96

**OWNERSHIP:** Time Warner Entertainment Company, L.P. 98.53% GP  
Time Warner Cable Holdings Inc. 1.47% GP

**BUSINESS DESCRIPTION:** Owns cable systems in IN, NY, OH & PA.

**EMPLOYER ID NUMBER:** 84-1350648

**ADDRESS:** TWFanch-two Co.  
c/o Time Warner Cable  
290 Harbor Drive  
Stamford, CT 06902

**PARTIAL TIME WARNER OWNERS:**

Time Warner Entertainment Company, L.P. ("TWE") (see its "data" sheet).

Time Warner Cable Holdings Inc., Delaware corporation, owned 100% by TWE.

**TIME WARNER ENTERTAINMENT-ADVANCE/NEWHOUSE PARTNERSHIP**

**ENTITY TYPE:** General Partnership

**STATE & DATE OF FORMATION:** New York - 9/9/94

<b>OWNERSHIP:</b>	Time Warner Entertainment Company, L.P.	64.75065 % GP
	Advance/Newhouse Partnership	33.33333 % GP
	Paragon Communications	1.91602 % GP

**BUSINESS DESCRIPTION:** Owns and operates cable systems in AL, CA, FL, IN, LA, MA, MI, NB, NJ, NY, NC, OH, PA, SC, TX, WI

**EMPLOYER ID NUMBER:** 13-3790433

**ADDRESS:** 290 Harbor Drive  
Stamford, CT 06902  
(203) 328-0600

**PARTIAL TIME WARNER OWNER:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)

**NON TIME WARNER OWNER:**

Advance/Newhouse Partnership ("A/N")  
5015 Campuswood Drive  
East Syracuse, NY 13057  
(315) 463-7675

New York general partnership  
(FEI #16-1466735)

Partners of A/N: Advance Communication Corp. (Delaware corp.) (61.24%)  
(f/k/a Vision Cable Communications, Inc.)  
Same address as A/N

Newhouse Broadcasting Corporation (New York corp.) (38.76%)  
Same address as A/N

## CV of Viera

**ENTITY TYPE:** General Partnership

**STATE AND DATE OF FORMATION:** Florida April 1, 1991

**OWNERSHIP/GENERAL PARTNERS:**

Time Warner Entertainment-Advance/Newhouse Partnership	50.00%
The Viera Company	50.00%

**PURPOSE/BUSINESS DESCRIPTION:** Owns cable equipment and contracts in certain communities in Melbourne, FL.

**EMPLOYER ID NUMBER:** 84-1169619

**ADDRESS:**

**PARTIAL TIME WARNER OWNER:**

Time Warner Entertainment-Advance/Newhouse Partnership (see its "data" sheet).

**NON TIME WARNER OWNER:**

The Viera Company, Florida corporation  
7380 Murrell Rd., Suite 201  
Melbourne, FL 32940  
Attn: Mason Blake

JC\Deals\AOL\CVViera.

**TEXAS CABLE PARTNERS, L.P.**

**ENTITY TYPE:** Limited Partnership

**STATE & DATE OF FORMATION:** Delaware May 21, 1998

**OWNERSHIP:**

Time Warner Entertainment-Advance/Newhouse Partnership	49.5% LP
TWE-A/N Texas Cable Partners General Partner LLC	.5% GP
TCI Texas Cable Holdings LLC	49.5% LP
TCI Texas Cable, Inc.	.5% GP

**BUSINESS DESCRIPTION:** Ownership and operation of cable television systems in Texas and New Mexico.

**EMPLOYER ID NUMBER:** 06-1516836

**ADDRESS:** c/o Time Warner Cable  
290 Harbor Drive  
Stamford, CT 06902  
(203) 328-0600

**PARTIAL TIME WARNER OWNERS:**

Time Warner Entertainment-Advance/Newhouse Partnership ("TWE-A/N") (see its "data" sheet)

TWE-A/N Texas Cable Partners General Partner LLC, Delaware limited liability company, owned 100% by TWE-A/N.

**NON TIME WARNER OWNERS:**

TCI Texas Cable Holdings LLC (Colorado limited liability company)  
TCI Texas Cable, Inc. (Colorado corporation)  
c/o AT&T BIS (f/k/a Tele-Communications, Inc.)  
5619 DTC Parkway  
Englewood, CO 80111  
Attention: William R. Fitzgerald  
Fax: (303) 488-3219

**Urban Cable Works of Philadelphia, L.P.**

**ENTITY TYPE:** Limited Partnership

**STATE & DATE OF FORMATION:** Delaware 1/7/2000

<b>OWNERSHIP:</b> Wade Communications Partnership	2% GP	38% LP
Urban Cableworks General, LLC	3% GP	0
Urban Cableworks of Pennsylvania, LLC	0	57% LP

**BUSINESS DESCRIPTION:** Owns cable system in Philadelphia, PA.

**EMPLOYER ID NUMBER:** 06-1568783

**ADDRESS:** c/o Urban Cableworks of Pennsylvania  
3 Park Avenue  
New York, NY 10016  
Attention: Lois E. Wright

**NON TIME WARNER OWNERS:**

Urban Cableworks General, LLC, Delaware limited liability company  
Urban Cableworks of Pennsylvania, LLC, Delaware limited liability company  
c/o Inner City Broadcasting Corporation  
3 Park Avenue  
New York, NY 10016  
Attention: Lois E. Wright

## Cable HoldCo LLC

**ENTITY TYPE:** Limited Liability Company

**STATE & DATE OF FORMATION:** Delaware 5/6/98

**OWNERSHIP:**

<u>Members</u>	<u>Number of Units</u>	<u>% Ownership</u>
TWI Cable Inc.	10,700 Class A Common	10.70%
Time Warner Entertainment Company, L.P., Time Warner Cable Division	24,990 Class A Common	24.99%
Time Warner Entertainment-Advance/Newhouse Partnership	32,930 Class A Common	32.93%
MediaOne HSD LLC	<u>31,380 Class A Common</u>	<u>31.38%</u>
<b>Total</b>	100,000	100 %

**BUSINESS DESCRIPTION:** Hold economic interests in ServiceCo LLC.

**EMPLOYER ID NUMBER:** 13-4008284

**ADDRESS:** c/o Time Warner Cable  
290 Harbor Drive  
Stamford, CT 06902  
Attention: Chief Executive Officer

**PARTIAL TIME WARNER OWNERS:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)

Time Warner Entertainment-Advance/Newhouse Partnership (see its "data" sheet)

**NON TIME WARNER OWNER:**

MediaOne HSD LLC (Delaware limited liability company)  
188 Inverness Drive  
Englewood, CO 80112  
(303) 858-5832

**ServiceCo LLC**

**ENTITY TYPE:** Limited Liability Company

**STATE & DATE OF FORMATION:** Delaware 5/6/98

**OWNERSHIP:**

	<u>No. Class A Common Units</u>	<u>No. Class B Preferred Units</u>	<u>Combined Class % Ownership</u>
<u>Cable Member</u> Cable HoldCo LLC	80,000,000		80%
<u>Technology Members</u> Microsoft BOV, Inc.		10,000,000	10%
CPQ Holdings, Inc.		10,000,000	10%

**BUSINESS DESCRIPTION:** Distributes broadband internet protocol services (\$1.5) - commonly known as Road Runner.

**EMPLOYER ID NUMBER:** 13-4008286

**ADDRESS:** Road Runner  
13241 Woodland Park Road  
Herndon, VA 20171

**PARTIAL TIME WARNER OWNER:**

Cable HoldCo LLC (see its "data" sheet)

**NON TIME WARNER OWNERS:**

Microsoft BOV, Inc. (Delaware corporation)  
One Microsoft Way  
Redmond, WA 98053  
Attention: Gregory B. Maffei

CPQ Holdings, Inc. (Delaware corporation)  
c/o Compaq Computer Corporation  
20555 State Highway 249  
Houston, TX 77070  
Attention: Rod Schrock



## **CENTRAL FLORIDA NEWS VENTURES**

**Entity Type:** General Partnership

**Partnership Formation Date:** 12/27/96 - Delaware

**Partners/Ownership:**

TWEAN-CFNC Holdings, L.L.C.	50% GP
Sentinel Communications News Ventures, Inc.	50% GP

**Business Description:** Developing, operating and distributing a television news programming service - the Central Florida Newschannel.

**Employer ID:** 59-3429629

**Address:** Central Florida News Ventures  
64 Concord Avenue  
Orlando, Florida 32801  
Attention: General Manager

**Partial Time Warner Owner:**

TWEAN-CFNC Holdings, L.L.C. (Delaware limited liability company), 100% owned by Time Warner Entertainment-Advance/Newhouse Partnership.

**Non Time Warner Owner:**

Sentinel Communications News Ventures, Inc. (Delaware corporation)  
c/o Sentinel Communications Company  
633 N. Orange Avenue  
Orlando, FL 32801-1349  
Telecopy No.: 407-420-5286

**TCP News Channel of Houston, L.P.**

**ENTITY TYPE:** Limited Partnership

**STATE & DATE OF FORMATION:** Delaware 12/21/99

**OWNERSHIP:** TWEAN-TCP Holdings LLC 1% GP  
Texas Cable Partners, L.P. 99% LP

**BUSINESS DESCRIPTION:** Local news channel in Houston, TX.

**EMPLOYER ID NUMBER:**

**ADDRESS:**

**PARTIAL TIME WARNER OWNERS:**

Texas Cable Partners, L.P. ("TXCP") (see its "data" sheet).

TWEAN-TCP Holdings LLC, Delaware limited liability company, owned 100% by TXCP.

**TWEAN News Channel of Austin, L.P.**

**ENTITY TYPE:** Limited Partnership

**STATE & DATE OF FORMATION:** Delaware 7/23/98

**OWNERSHIP:** TWEAN Holdings Inc. 1.00% GP  
Time Warner Entertainment-Advance/Newhouse Partnership 99.00% LP

**BUSINESS DESCRIPTION:** Local news channel in Austin, TX - News 8 Austin.

**EMPLOYER ID NUMBER:** 06-1540802

**ADDRESS:**

**PARTIAL TIME WARNER OWNERS:**

Time Warner Entertainment-Advance/Newhouse Partnership ("TWEAN") (see its "data" sheet).

TWEAN Holdings Inc., Delaware corporation, owned 100% by TWEAN.

## TIME WARNER RESCOM OF NEW YORK LLC

**Entity Type:** Limited Liability Company

**State and Date of Formation:** Delaware 7/14/98

**Ownership:** Time Warner Entertainment Company, L.P. 50%  
Time Warner Entertainment-Advance/Newhouse Partnership 50%

**Purpose/Business Description:** residential telephony services in New York

**Employer ID Number:** 06-1530234

**Address:** Time Warner ResCom of New York LLC  
**Principal:** 290 Harbor Drive  
Stamford, CT 06902

**Local:**

### **Partial Time Warner Owners:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)  
Time Warner Entertainment-Advance/Newhouse Partnership (see its "data" sheet)

**TIME WARNER RESCOM OF TEXAS, L.P.**

**Entity Type:** Limited Partnership

**State and Date of Formation:** Delaware 7/14/98

**Ownership:**

TWEAN Holdings Inc.	1% GP	
Time Warner Entertainment-Advance/Newhouse Partnership		49% LP
Texas Cable Partners, L.P.		50% LP

**Purpose/Business Description:** residential telephony services in Texas.

**Employer ID Number:** 06-1530236

**Address:** Time Warner ResCom of Texas, L.P.  
**Principal:** 290 Harbor Drive  
Stamford, CT 06902

**Local:**

**Partial Time Warner Owners:**

Time Warner Entertainment-Advance/Newhouse Partnership ("TWE-A/N") (see its "data" sheet).

TWEAN Holdings Inc., Delaware corporation, owned 100% by TWE-A/N.

Texas Cable Partners, L.P. (see its "data" sheet).

**TCP SECURITY COMPANY LLC**

**ENTITY TYPE:** Limited Liability Company

**STATE & DATE OF FORMATION:** Texas - October 26, 1998

**OWNERSHIP:** Texas Cable Partners, L.P. 100%

**BUSINESS DESCRIPTION:** Security/Alarm monitoring services

**EMPLOYER ID NUMBER:** 06-1541074

**ADDRESS:** Registered Office  
c/o Time Warner Communications  
8400 West Tidwell  
Houston, TX 77040

Local Representative Office  
c/o The Woodlands Security Company  
2407 Timberloch Place, Suite A  
The Woodlands, TX 77380

**PARTIAL TIME WARNER OWNER:**

Texas Cable Partners, L.P. (see its "data" sheet)

## **TWC Athena Investment Holdings LLC**

**ENTITY TYPE:** Limited Liability Company

**STATE & DATE OF FORMATION:** Delaware December 20, 1999

<b>OWNERSHIP:</b> Time Warner Entertainment Company, L.P.	35%
Time Warner Entertainment-Advance/Newhouse Partnership	50%
TWI Cable Inc.	15%

**BUSINESS DESCRIPTION:** Providing satellite delivered digitally compressed programming to cable television systems or subscribers.

**EMPLOYER ID NUMBER:** 06-1569984

**ADDRESS:**

**PARTIAL TIME WARNER OWNERS:**

Time Warner Entertainment Company, L.P. (see its "data" sheet)

Time Warner Entertainment-Advance/Newhouse Partnership (see its "data" sheet)

## **Viewer's Choice L.L.C.**

**ENTITY TYPE:** Limited Liability Company

**STATE & DATE OF FORMATION:** Delaware November 25, 1998

<b>OWNERSHIP:</b> Comcast Programming Ventures, Inc.	11 1/9%
Cox Communications Holdings, Inc.	11 1/9%
MediaOne of Delaware, Inc.	11 1/9%
TCI Communications, Inc.	33 1/3%
Time Warner Entertainment-Advance/Newhouse Partnership	33 1/3%

**BUSINESS DESCRIPTION:** Pay-per-view programming under brand names: Home Theater and Viewer's Choice.

**EMPLOYER ID NUMBER:** 13-4039337

**ADDRESS:**

**PARTIAL TIME WARNER OWNER:**

Time Warner Entertainment-Advance/Newhouse Partnership (see its "data" sheet).

**NON TIME WARNER OWNERS:**

Comcast Programming Ventures, Inc., Delaware corporation  
c/o Comcast Corporation  
1500 Market Street  
Philadelphia, PA 19102-2148  
Attention: Amy L. Banse, Vice President

Cox Communications Holdings, Inc., Delaware corporation  
c/o Cox Communications, Inc.  
1400 Lake Hearn Drive  
Atlanta, GA 30319  
Attention: Ajit Dalvi, Vice President

MediaOne of Delaware, Inc., Delaware corporation  
c/o MediaOne Group, Inc.  
9785 Maroon Circle, Suite 420  
Englewood, CO 80111  
Attention: Jedd Palmer, Vice President

TCI Communications, Inc., Delaware corporation  
c/o Tele-Communications, Inc.  
8085 South Chester Street, Suite 300  
Englewood, CO 80112  
Attention: Matt Bond



## **EXHIBIT 2.25**

### **Strategic Alliances and Marketing Agreements**

Time Warner Inc.: Agreement with Internet sites to promote and market programming services online, including CNN, CNN International, Entertainment and The WB Network.

Warner Bros.  
Consumer Products: License agreements in which Warner Bros. Consumer Products licenses its intellectual property, such as Looney Tunes, to computer software games manufacturers and distributors for use in computer software or video games.

Warner Bros. Online: Agreement with Internet sites to promote and market programming services online, including The Rosie O'Donnell Show, The Jenny Jones Show and Change of Heart.

Time Warner Cable: Joint promotional efforts with virtually all programming services carried on its cable television systems.

AT&T Marketing Agreement -- on March 8, 2000, Time Warner Cable and AT&T announced a joint marketing agreement. Pursuant to this arrangement, incentives are being offered to consumers in Albany and Syracuse, New York who choose both Time Warner Cable service and AT&T communications service.

Currently active equipment contracts with annual dollar volumes exceeding \$10 million, as follows:

- Corning Cable Systems -- fiber optic cable and optic accessories.
- CommScope, Inc. -- coaxial and fiber optic cable.
- PPC -- hard-line and drop connections.
- Scientific-Atlanta, Inc. -- analog and digital converters, headend equipment.
- Motorola, Inc. -- analog and digital converters, modems.
- Pioneer Corporation -- analog and digital converters.
- PACE Electronics Products -- digital converters (not yet delivered).
- Matsushita Electronic Corporation (Panasonic) -- digital converters (not yet delivered).
- Sea Change International -- video on demand headend equipment and software.

- Concurrent Computer Corp. -- video on demand headend equipment and software.
- nCube, Inc. -- video on demand headend equipment and software.

HBO: Satellite and production services, including network origination, digital compression and/or uplinking, to various programmers, broadcast and cable networks.

Marketing agreements with all of its larger and many of its smaller cable, direct-to-home and multivideo distributors. These agreements provide financial and other support in return for promotion of HBO and Cinemax services. HBO also licenses its programming to cable and broadcast content providers for fees and/or coproduction arrangements.

HBO Direct: Marketing agreements with various programming suppliers to promote such suppliers' services.

Warner Music Group: Blanket license agreements with third-party licensees pursuant to which such parties are granted non-exclusive rights to utilize certain controlled content created by Warner Music Group and its affiliates, such as sound recordings, music videos, and album artwork. Such licenses generally fall into three categories: television programming services (e.g., MTV Networks), record clubs (e.g., BMG Direct, Columbia House) and Internet sites (e.g., ARTISTdirect, Launch, radio.SonicNet).

Turner Broadcasting System: On-line site sponsorship agreements under which a TBS entity is paid by a third party sponsor for any of the following: online branding, promotion, and links.

Internet agreements under which a TBS entity provides a combination of any or all of the following: branding, promotion, content and/or cash to an Internet content provider (ICP) in exchange for any or all of the following from the ICP: advertising purchase commitments, content, branding, promotion, technology and/or equity to the TBS entity.

Joint development agreements under which a technology developer/provider may work jointly with a TBS entity to develop or refine a technology. The consideration exchanged in such joint development transactions can be any combination of cash, technology,

and promotion between the parties and may sometimes include granting an equity interest in the technology entity to the TBS entity.

Time Publishing  
Ventures, Inc.

Pursuant to a television license agreement with WGBH Television, Time Publishing Ventures, Inc. ("TPV") has entered into a number of sublicense agreements with Scripps Howard Broadcasting Company under which TPV sublicenses This Old House television episodes for airing on Scripps' Home and Garden Television cable network.

Time Inc:

Time Inc. has entered into the following types of agreements in the ordinary course of business:

- Software license, development and consulting agreements with software manufacturers, vendors and consultants.
- Content license agreements with Internet content providers.
- Content distribution agreements with Internet service providers.
- Promotional, marketing and advertising agreements with Internet service providers and Internet content providers.
- Agreements with television networks to air branded television programs and segments (e.g., Teen People Hottest Stars under 21, InStyle Weddings).

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**Exhibit 2.38(a): Location of Time Warner Cable Clusters**





